

EXHIBIT F-3

Detailed Time Records - August

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

363 SALE			MATTER NUMBER -	10010
7/09/09	MHM	.20	Reviewed files and corresponded with L. Laken re proposed order on motion to reject promotional services agreement.	52.00
7/24/09	MQH	.60	Completed LBK cancellation documents and circulated to trustee for cancellation.	171.00
7/28/09	DBM	.10	Corresponded with D. Gallant re IUE-GM National Joint Skill and Development Training center transfer.	27.40
7/29/09	DBM	3.00	Began closing index for Section 363 sale transaction closing book.	822.00
7/30/09	DBM	3.00	Continued closing index for Section 363 sale transaction closing book.	822.00
7/31/09	DBM	4.00	Continued composing closing index for Section 363 sale transaction closing book.	1,096.00
8/01/09	DBM	4.00	Completed first draft of closing index for Section 363 closing book for D. Anna.	1,096.00
8/03/09	ELG	.70	Reviewed update from D. Berz re information request for permits (.2); participated in telephone conference with P. McCarroll, B. Schmidt and T. Conway re issues and concerns with Motors Liquidation Company (.3); conferred with P. Boye-Williams and A. Torrence re communications between General Motors Company and Motors Liquidation Company (.2).	406.00
8/03/09	RLG	1.00	Updated status with P. McCarroll (.5); followed up re response to request for information from Alix Partners (.5).	675.00
8/03/09	DIR	.50	Reviewed and revised modifications to leases to be assumed and assigned.	337.50
8/03/09	FJE	1.40	Reviewed correspondence from P. Rozoff re comments to documents (.2); telephone conferences with J. Voisine re mortgage taxes and dating of deed (.2); reviewed deeds and escrow letter re same (.3); drafted e-mail to working group re same (.2); coordinated weekly telephone conference re post-closing items (.2); updated post-closing checklist (.3).	575.40

LAW OFFICES

Page 2

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

8/03/09	PLB	.50	Reviewed deed notice filing requirements in MI and IN (.2); e-mailed L. Fitzpatrick re same (.2); conferred with L. Grayson re Motors Liquidation Company communications (.1).	191.50
8/03/09	VMP	2.00	Reviewed lease for site in Burton, MI re lease amendment to be drafted (.8); updated real estate post-closing checklist (.5); reviewed Austin, TX lease amendment sent by landlord (.5); corresponded with D. Homic Hoge re Torrance, CA lease amendment (.2).	766.00
8/03/09	DKA	1.50	Corresponded with Pricewaterhouse Coopers personnel re final documents (.6); conferred with D. Millison, D. Higginbotham and R. Wallace re closing book (.5); reviewed open post-closing matters (.4).	411.00
8/03/09	RMW	.60	Conferred with C. Araujo re obtaining legalized copy of Isuzu waiver and assumption of obligation form (.2); revised assumption of obligation form to be used for GM Egypt and e-mailed A. Mistry for signature (.2); conferred with D. Anna re closing book (.2).	164.40
8/03/09	DOG	6.00	Finalized operative documents binders to be sent to outside parties and reviewed same for accuracy (2.3); created disks of electronic files and labels of operative documents (1.3); conferred with F. Eichenlaub and N. Berger re open issues and updated re status of same (.5); prepared mailing labels for binders, assembled with cover letter and finalized packages for shipment (1.9).	900.00
8/03/09	NHB	.50	Conferred with D. Garcia re document status and initial closing binder completion and distribution.	130.00
8/04/09	ELG	.40	Reviewed MLA re anticipated cooperation between Motors Liquidation Company and General Motors Company per M. McCarroll.	232.00
8/04/09	DIR	.30	Reviewed issues re lease amendments for various sites.	202.50
8/04/09	FJE	1.00	Reviewed revised quit claim deed circulated by title company and approved same (.3); telephone conference with G. Ing re SC letter and status of recording (.1); drafted e-mail to J. Voisine and R. Zablock re same (.2); coordinated mailing of same (.1); telephone conference with H. Milewski re demolition contract issue (.3).	411.00

LAW OFFICES

Page 3

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

8/04/09	VMP	1.80	Reviewed lease for site in Burton, MI at Center Road (.8); corresponded with M. Hilfinger re terms of proposed lease amendment (.3); reviewed terms of Master Lease Agreement (.5); updated lease amendment status chart (.2).	689.40
8/04/09	DKA	2.10	Corresponded with D. Freeman re closing books (.2); corresponded with L. Buonomo and D. Freeman re final documents (.2); corresponded with A. Mistry re warrants and certificates (.6); conferred with D. Millison, D. Higginbotham and R. Wallace re closing book (.5); reviewed and answered questions re Master Purchase and Sale Agreement and other issues (.6).	575.40
8/04/09	DWH	.30	Prepared domestic entities section of closing book index and conferred with D. Anna re same.	82.20
8/04/09	RMW	2.50	Organized board resolutions and e-mailed C. Araujo (.6); conferred with local counsel re share transfer for GM Colmotores and ensured that all documents were complete for tax filing on August 6 (1.4); conferred with D. Anna re closing book (.3); conferred with M. Whitchurch re documents to be apostilled (.2).	685.00
8/04/09	DOG	4.20	Revised working versions of closing binders and reviewed same for accuracy (1.3); scanned and reviewed lease renegotiation files (2.3); conferred with N. Berger re status (.6).	630.00
8/04/09	NHB	2.00	Met with F. Eichenlaub re assignments to complete and followed up re same (.3); met with D. Garcia to update status and work on open issues (.7); reviewed files and closing binders for requested documents (1.).	520.00
8/04/09	MLW	.20	Met with R. Wallace re additional documents to be apostilled.	52.00
8/05/09	DRM	.50	Reviewed Chrysler opinion of Second Circuit and memorandum to J. Gromacki et al. re same.	383.50
8/05/09	ELG	1.30	Conferred with B. Schmidt re response re permit issues and new chart needed (.2); participated in telephone conference with P. Boye-Williams and A. Torrence re same (.2); worked with P. Boye-Williams on transfer notice filings, follow up and other post-closing real estate obligations (.6); confirmed permit updates and reviewed	754.00

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

same (.3).

8/05/09	RLG	1.00	Reviewed issues re permits for Motors Liquidation Company and leased-back and split sites.	675.00
8/05/09	DIR	.50	Reviewed and revised post-closing checklist.	337.50
8/05/09	FJE	3.00	E-mailed J. Voisine, N. Berger and D. Garcia re Warren deed recording (.2); reviewed e-mail and attachments from H. Milewski and drafted e-mail to D. Horvath re same (.4); office conference with N. Berger re transfer tax issue and reviewed e-mail re same (.4); telephone conference with G. Ing re transfer tax affidavits and VEBA/US Treasury release process (.1); e-mailed L. Smith and T. Cassino re mortgage releases (.1); e-mailed S. Mandell and N. Berger re transfer tax forms (.2); updated post-closing checklist and circulated same to working group (.6); e-mailed and conferred with J. Voisine re transfer taxes in MI (.3); reviewed correspondence re transfer taxes and office conferences with N. Berger re same (.7).	1,233.00
8/05/09	PLB	.70	Office conference with A. Torrence re request from GM for Motors Liquidation Company permits (.3); e-mailed B. Schmidt re information re deed recording requirements (.1); responded to e-mail from F. Eichenlaub re same (.1); telephone conference with E. Grayson re status of post-closing matters (.2).	268.10
8/05/09	VMP	1.50	Updated real estate post-closing checklist (.3); corresponded with D. Goldwin at Alix Partners re assumption notices for leases (.3); reviewed terms of lease at Center Road in Burton, MI (.5); reviewed final lease amendment for SPO Fontana, CA site (.3); corresponded with Austin, TX landlord re lease assumption (.1).	574.50
8/05/09	AAT	1.00	Reviewed and revised chart of Motors Liquidation Company sites (.7); conferred with P. Boye-Williams and L. Grayson re permit issues (.3).	274.00
8/05/09	DKA	1.90	Corresponded with Alix Partners re Transition Services Agreement and Master Purchase and Sale Agreement (.2); reviewed closing checklist and reviewed and edited international, domestic entity and main closing book indexes (1.7).	520.60

LAW OFFICES

Page 5

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

8/05/09	DWH	.30	Prepared section for closing book index.	82.20
8/05/09	RMW	1.30	Worked to get Colmotores' share transfer agreement legalized and sent to S. Francisco (.8); responded to post-closing requests (.5).	356.20
8/05/09	DOG	.50	Conferred with N. Berger re location of needed documents and updated status re open issues.	75.00
8/05/09	MLW	1.20	Conferred with R. Wallace re apostille of Share Purchase Agreement for use in Columbia (.7); multiple telephone conferences with CT Corporation re same (.5).	312.00
8/06/09	ELG	1.00	Reviewed Menlo Park, CA issue per T. Conway's e-mail (.4); reviewed update from B. Schmidt on General Motors Company/Motors Liquidation Company site issues (.2); conferred with T. Conway re CA issues (.4).	580.00
8/06/09	DSH	.50	Participated in weekly real estate post-closing issues telephone conference with GMRE, Weil Gotshal and Cadwalader representatives (.3); conferred with V. Lazar re transfer tax issues (.2).	250.00
8/06/09	FJE	2.90	Telephone conference with G. White and B. Curry at MI Department of Treasury re transfer taxes (.6); telephone conference with L. Smith re same (.1); office conferences with and e-mailed N. Berger re transfer tax forms (.2); reviewed Warren mortgage and revised assumption of mortgage language in deeds, blacklined and sent to L. Smith to review (.8); prepared for post-closing telephone conference (.2); attended post-closing telephone conference with Cadwalader, Weil Gotshal and GM real estate (.6); updated post-closing checklist following same (.2); sent revised assumption language to B. Corley and P. Rozoff for review (.2).	1,191.90
8/06/09	VMP	1.80	Participated in weekly real estate post-closing checklist telephone conference with GM real estate, Weil Gotshal real estate, Cadwalader real estate and J&B real estate (.5); corresponded with D. Goldwin at Alix Partners re assumption and assignment of SPO Fontana, CA lease (.3); updated real estate post-closing checklist (.5); reviewed terms of Washington DC policy center lease amendment (.5).	689.40
8/06/09	DKA	2.50	Conferred with R. Wallace re organizational documents	685.00

LAW OFFICES

Page 6

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

(.1); reviewed and edited international, domestic entity and main closing book indexes (1.7); reviewed name change evidence and tracking chart and conferred with M. Whitchurch re same (.3); worked on post-closing matters (.4).

8/06/09	ERD	.10	Corresponded with Z. Vakhidov and L. Raya re Uzbekistan joint venture share transfers.	27.40
8/06/09	RMW	2.80	Drafted letter to B. Neuman and sent pledged stock certificates to same (.3); organized GM Egypt assumption of obligation and obtained signature page for GM LAAM Holdings, LLC Board Resolutions and conferred with M. Whitchurch re same (.4); drafted officer's certificate for GM to be used in Cayman Islands and sent to B. Lister-Tait for signature (2.1).	767.20
8/06/09	DOG	.50	Conferred with N. Berger re lease renegotiation files and open organizational issues.	75.00
8/06/09	NHB	1.50	Met with F. Eichenlaub re assignments to complete (.2); followed up with D. Garcia for update of status and open issues (.6); reviewed electronic and printed files for requested documents (.4); scanned and forwarded documents per attorney request (.3).	390.00
8/06/09	MLW	.70	Office conferences with R. Wallace re apostille of documents for use in Egypt (.4); telephone conferences with CT Corporation re same (.3).	182.00
8/07/09	ELG	5.50	Reviewed environmental land use restoration for Menlo Park, CA (.6); participated in telephone conference with T. Conway re notice concerns associated with Argonaut Holdings Co. (.4); conferred with D. Anna, M. Ressler, F. Eichenlaub and D. Higginbotham re AHI corporate status and restructuring impact (.5); conferred with F. Eichenlaub and D. Horvath re property transfer status of Menlo Park, CA (.3); responded to issues raised by D. Higginbotham re AHI corporate status (.2); researched change of ownership interpretation before CA DTSC and timing determinations (.3); reviewed corporate status response from D. Higginbotham (.3); reviewed property transfer update from F. Eichenlaub (.2); reviewed sales agreement provisions re Menlo Park, CA site (.4); reviewed CA research re notice under restrictive	3,190.00

LAW OFFICES

Page 7

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

covenant (.3); conferred with A. Torrence re same (.2); conferred with P. McCarroll and T. Conway re possible notice recommendations (.5); reviewed new issue re lease termination timing under MLA (.2); updated R. Graham on matter status (.1); conferred with F. Eichenlaub re MLA timing issues (.2); reviewed response and additional comments from P. McCarroll (.3); reviewed follow-up interpretation comments from F. Eichenlaub re notice under MLA (.2); reviewed chart summaries as revised and open issues per B. Schmidt (.3).

8/07/09	RLG	1.00	Reviewed status re permit notification issue (.3); e-mailed re same (.2); reviewed issues re Tyco site, Menlo Park, re covenant to restrict property use (.5).	675.00
8/07/09	DIR	.20	Conferred with F. Eichenlaub re Transition Services Agreement issues.	135.00
8/07/09	DSH	.50	Office conference with F. Eichenlaub re contract rejection procedures in Master Purchase and Sale Agreement (.2); reviewed Master Purchase and Sale Agreement and Transition Services Agreement re post-closing real estate issues (.3).	250.00
8/07/09	FJE	2.60	E-mailed D. Homic Hoge re Transition Services Agreement amendment, notices and Pontiac amendment (.5); blacklined First Amendment to Transition Services Agreement and sent same to L. Smith (.3); telephone conference with D. Homic Hoge re notices and G. Ing re same (.3); sent notice requirements and forms to D. Homic Hoge (.4); revised and updated Wilmington notice (.2); telephone conference with E. Shaffer re Omnibus Assignment (.1); office conference with N. Berger re transfer tax forms and deeds (.3); e-mailed L. Smith re same (.1); e-mailed D. Horvath and D. Resnick re CVO site and telephone conference with G. Ing re same; (.3); reviewed conflicts memorandum re same (.2).	1,068.60
8/07/09	PLB	2.10	Office conference with A. Torrence re revising chart which shows permits for properties owned by Motors Liquidation Company (.4); telephone conference with A. Torrence re CA disclosure requirements (.2); researched CA statutes re disclosing environmental contamination upon sale of property (1.); drafted e-mail to A. Torrence	804.30

LAW OFFICES

Page 8

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

re same (.5).

8/07/09	VMP	1.00	Reviewed terms of Master Purchase and Sale Agreement re Willow Run Airport lease (.5); updated lease amendment checklist (.5)	383.00
8/07/09	AAT	5.00	Reviewed and revised chart of permits staying with Motors Liquidation Company (2.); conferred with P. Boye-Williams re chart revisions (.5); researched CA law re change in ownership interest in property (1.5); e-mailed summary of research re same (.5); conferred with P. Boye-Williams re same (.5).	1,370.00
8/07/09	DKA	1.80	Reviewed e-mail from E. Grayson and D. Higginbotham re domestic entities (.3); reviewed Master Purchase and Sale Agreement and corresponded with F. Eichenlaub re domestic entities and conferred with D. Higginbotham re same (.6); reviewed closing book indexes and met with M. Ressler re international, domestic entity and main closing book indexes (.6); worked on post-closing matters (.3).	493.20
8/07/09	DWH	.20	Conferred with D. Anna and L. Grayson re domestic entities.	54.80
8/07/09	RMW	.80	Conferred with L. Fernandez re ownership interests of certain LAAM entities pre and post-closing (.4); researched ownership interests and e-mailed L. Fernandez ownership amounts (.4).	219.20
8/07/09	NHB	3.00	Met with F. Eichenlaub re status of transfer tax review and open issues (.3); continued review of transfer tax forms, deeds and transfer tax spreadsheets (1.7); met with D. Garcia re lease files, binders and electronic files re same (.4); reviewed and revised closing binder index and documents (.6).	780.00
8/10/09	ELG	.50	Conferred with R. Graham re Weil Gotshal information request and followed up re same (.3); reviewed information request from Weil Gotshal and updated P. McCarroll (.1); conferred with A. Torrence re permit summaries updates (.1).	290.00
8/10/09	RLG	.50	Reviewed request from Weil Gotshal for list of permits (.2); reviewed e-mail re same (.2); conferred with E. Grayson re status re same (.1).	337.50

LAW OFFICES

Page 9

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

8/10/09	DIR	.40	Telephone conference with clients re lease amendment issues.	270.00
8/10/09	FJE	2.90	Reviewed correspondence from E. Grayson and responded to same (.3); reviewed environmental notice (.1); e-mailed P. McCarroll and E. Grayson re environmental issues under lease (1.); reviewed e-mail from H. Milewski re Employee Matters Agreement lease and COV and responded to same (.4); e-mailed Honigman and D. Anna re RHI transfer documents (.2); e-mailed Honigman and B. Corley re deeds (.2); revised deed and sent same to MI treasury official with transfer tax forms (.4); telephone conference with P. Boye-Williams re environmental issues (.1); telephone conference with G. Ing and e-mailed L. Smith re release forms (.2).	1,191.90
8/10/09	VMP	1.00	Revised real estate post-closing checklist (.3); reviewed lease agreement for SPO Forth Worth in Roanoke, TX re maintenance and repair obligations (.7).	383.00
8/10/09	MEH	.30	Reviewed draft amendment to Transition Services Agreement.	82.20
8/10/09	DKA	.70	Corresponded with Osler re Master Purchase and Sale Agreement (.3); conferred with D. Higginbotham re final domestic entity documents (.1); worked on post-closing matters (.3).	191.80
8/10/09	DOG	.30	Followed up with J. Voisine and N. Berger re NY transfer tax forms and status re open issues.	45.00
8/11/09	ELG	2.00	Conferred with D. Horvath re Master Purchase and Sale Agreement retained environmental liabilities (.3); conferred with D. Horvath re MLA, Transition Services Agreement issues and CVO issues/reserves (.5); reviewed permit transfer recommendations per MLA properties (.3); conferred with A. Torrence re same (.3); reviewed MLA and Transition Services Agreement concerns identified by D. Horvath and worked on same re notices at issue (.6).	1,160.00
8/11/09	RLG	.50	E-mailed re sending list of environmental permit to Weil Gotschal (.3); reviewed status re same (.2).	337.50
8/11/09	DSH	2.60	Reviewed documents and correspondence re Willow Run	1,300.00

LAW OFFICES

Page 10

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

facility (.5); participated in telephone conference with GM representatives re Willow Run (1.8); conferred with E. Grayson re environmental matters re Willow Run and other properties leased by General Motors Company from Motors Liquidation Company (.3).

8/11/09	VMP	.80	Reviewed Master Purchase and Sale Agreement re environmental liabilities re real property (.5); updated lease amendment negotiation chart (.2); updated real estate post-closing checklist (.1).	306.40
8/11/09	AAT	1.00	Conferred with B. Schmitt re revisions to Motors Liquidation Company permit chart (.2); revised Motors Liquidation Company permit chart (.5); conferred with E. Grayson re status of notices and permit transfers under MLA and Transition Services Agreement (.3).	274.00
8/11/09	DKA	.40	Corresponded with A. Petravicus re consent schedules (.2); reviewed state name change filing evidence (.1); corresponded with V. Pacione re Assignment and Assumption of Willow Run Lease (.1).	109.60
8/11/09	DOG	.90	Met with N. Berger re project status and open issues; reviewed workroom for relevant project files.	135.00
8/11/09	NHB	3.00	Met with D. Garcia re lease files and binders (.8); reviewed files to determine applicable documents for binders (.9); scanned, saved and organized documents (1.3).	780.00
8/12/09	FJE	.30	E-mailed D. Horvath re CVO site (.1); e-mailed G. Ireson re lease amendments (.2).	123.30
8/12/09	VMP	1.00	Corresponded with E. Neuberger at Airport Authority re assignment of Willow Run Airport lease (.3); updated real estate post-closing checklist (.2); reviewed draft of real estate closing binder (.5).	383.00
8/12/09	DKA	.30	Conferred with D. Higginbotham re Master Purchase and Sale Agreement and its amendments and closing sets.	82.20
8/12/09	BJD	1.50	Corresponded with T. Hall, R. Wallace and A. Jackson at GM re locating executed original minutes of GMIDEL, GMAPJ and GM Autoworld re Section 363 sale (.3); followed up re locating executed original minutes of GMIDEL, GMAPJ and GM Autoworld re Section 363 sale (1.2).	411.00

LAW OFFICES

Page 11

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

8/12/09	DWH	.20	E-mailed A. Zell and D. Anna re closing sets.	54.80
8/12/09	RMW	.40	Drafted letter and mailed officer's certificate to V. Ramirez for GM International Sales Ltda.	109.60
8/12/09	NHB	1.00	Met with F. Eichenlaub re status and assignments to complete (.4); reviewed MI deeds (.3); conferred with and e-mailed Title Source re open issues (.3).	260.00
8/13/09	ELG	.80	Reviewed status on third-party agreement at Saginaw waste water treatment plant (.2); updated P. McCarroll and T. Conway re same (.2); worked with A. Torrence on permit summary chart revisions per B. Schmidt and confirming financial assurance status (.4).	464.00
8/13/09	DIR	1.50	Participated in weekly post-closing status telephone conference with Cadwalader, Weil Gotshal and GM real estate (1.2); reviewed checklist re open items (.3).	1,012.50
8/13/09	DSH	.50	Reviewed excluded manufacturing asset lease and subdivision properties lease.	250.00
8/13/09	FJE	2.40	E-mailed V. Pacione re checklist (.4); e-mailed GM real estate team and V. Pacione re Naperville lease amendment (.2); reviewed correspondence from H. Milewski re Saginaw and responded to same (.8); reviewed correspondence from H. Milewski re MCM contracts and drafted e-mail to L. Smith re same (.1); office conference with D. Horvath re CVO site, debt assumption language and Saginaw waste water treatment plant (.7); e-mailed H. Milewski re Saturn site (.2).	986.40
8/13/09	VMP	.70	Participated in telephone conference re discussion of real estate post-closing checklist with Cadwalader, Weil Gotshal, GM real estate and J&B real estate (.3); reviewed terms of Master Purchase and Sale Agreement re terms re subdivision properties (.3); updated real estate post-closing checklist (.1).	268.10
8/13/09	NHB	1.00	Reviewed requests from F. Eichenlaub (.2); reviewed files re SC disclosure requirements re AHI transfer (.6); revised MD deed (.2).	260.00
8/14/09	DIR	.50	Reviewed lease amendments (.3); reviewed Transition Services Agreement issues (.2).	337.50
8/14/09	DKA	.80	Corresponded with D. Freeman re Transition Services	219.20

LAW OFFICES

Page 12

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

Agreement and Transition Services Agreement schedules (.3); corresponded with R. Bratley re side letters and reviewed same (.5).

8/17/09	DRM	.30	Memorandum from L. Lakin re additional rejection motions and memorandum to G. Knudsen re same (.2); conferred with G. Knudsen re follow-up (.1).	230.10
8/17/09	RLG	.30	Reviewed e-mail re Detroit Free Press article re GM's environmental sites.	202.50
8/17/09	DKA	.20	Corresponded with Evercore re warrant agreements.	54.80
8/17/09	EMJ	2.80	Reviewed e-mail re lease amendment (Burton MI) (.3); drafted first draft of lease amendment (2.5).	767.20
8/17/09	RMW	1.10	Attended GME telephone conference re transfer of Fiat and Uzbekistan entities (.9); conferred with C. Araujo re confirming remaining LAAM transfer issues (.2).	301.40
8/17/09	NHB	1.50	Continued post-closing review, organization and distribution of files (.7); updated closing binder index upon receipt of additional versions of documents and additional documents (.6); conferred with and e-mailed re status of Chicago Water Certification for Saturn of Chicago property (.2).	390.00
8/18/09	DRM	.40	Memoranda to and from L. Lakin and G. Knudsen re additional rejections re contract counterparties Rolls Royce and Royal Bank of Scotland.	306.80
8/18/09	ELG	.30	Conferred with T. Goslin and P. McCarroll re environmental catch-up call timing and issues.	174.00
8/18/09	RLG	.30	Reviewed e-mail from T. Goslin of Weil Gotshal re catch-up call (.1); conferred with E. Grayson re same (.2).	202.50
8/18/09	DSH	3.80	Reviewed Burton SPO lease and amendments to lease (1.3); telephone conference with M. Hilfinger re lease amendment (.2); telephone conference with G. Ing and T. Conder re escrows established to pay closing costs (.2); office conference with M. Terrien re same (.2); reviewed Master Purchase and Sale Agreement re terms and conditions bearing on purchased and excluded assets (.3); prepared lease amendment for Burton SPO (1.6).	1,900.00

LAW OFFICES

Page 13

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

8/18/09	MEH	1.20	Conferred with client re obligations under Transition Services Agreement re purchasing contracts and amendments to such contracts (.7); e-mailed re potential amendment to Transition Services Agreement and procedure for administration of purchasing contracts (.5).	328.80
8/18/09	DKA	.90	Reviewed correspondence from M. Fisher and participated in telephone conference with M. Fisher and M. Harrison re Transition Services Agreement and reviewed Transition Services Agreement, Transition Services Agreement schedules and Master Purchase and Sale Agreement for same.	246.60
8/18/09	EMJ	.50	Met with D. Horvath re his comments to lease amendment (Burton, MI) (.2); conferred with M. Hilfinger re same (.3).	137.00
8/18/09	NHB	.70	Met with L. Pierson re project (.3) continued review and organization of lease documents for creation of electronic files and binders re same (.4).	182.00
8/19/09	ELG	.50	Met with M. Strong re subpoena review work and environmental issues (.2); conferred further with P. McCarroll re status call on environmental matters (.1); reviewed updates from D. Berz and T. Goslin re same (.2).	290.00
8/19/09	RLG	.30	Reviewed e-mail re requested conversation from Weil Gotshal.	202.50
8/19/09	DSH	.10	Office conference with V. Pacione re amendment to lease agreement for Burton SPO.	50.00
8/19/09	VMP	1.20	Revised lease amendment for site at 1216 Center Road in Burton, MI based on comments received from M. Hilfinger at GM real estate (.6); updated real estate post-closing checklist for upcoming status telephone conference with GM real estate (.4); corresponded with R. Berkovich at Weil Gotshal re removal of equipment for leased site in Sacramento, CA (.2).	459.60
8/19/09	MEH	2.90	E-mailed client re potential amendment to Transition Services Agreement and rights of General Motors Company to amend contracts with suppliers prior to assignment and assumption (1.); conferred with A. Segovia and others at GM re purchasing agreement	794.60

LAW OFFICES

Page 14

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

amendment issues (.2); reviewed e-mail received and discussed during call from Weil Gotshal re assignment and assumption process (1.); e-mailed re assignment and assumption process re purchasing agreements expiring and still held at Motors Liquidation Company (.7).

8/19/09	DKA	.60	Corresponded with D. Gerardo from Evercore re warrant agreements and final documents (.2); corresponded with A. Mistry re preferred certificates and certificate of designations (.4).	164.40
8/19/09	NHB	5.50	Conferred with and e-mailed re status of Chicago Water Certification for Saturn of Chicago property (.9); followed up with V. Pacione re same (.2); reviewed files (.3); researched re same (.4); conferred with M. Slive re NY transfer tax form RP-5217 and need for same for AHI property recordings (.2); reviewed and organized (1.9); scanned and saved lease documents for creation of electronic files and binders re same (1.6).	1,430.00
8/20/09	ELG	1.60	Conferred with P. McCarroll re follow up on Weil Gotshal telephone conference (.1); participated in telephone conference with D. Berz, T. Goslin and P. McCarroll re environmental strategy moving forward and new regulatory developments (.6); reviewed information request from T. Conway re environmental summary (.2); worked with E. Jarmusz re review summary status (.3); responded to T. Conway and P. McCarroll with working draft and prior communications (.4).	928.00
8/20/09	DIR	.90	Participated in weekly real estate post-closing status telephone conference.	607.50
8/20/09	VMP	1.80	Participated in moderated telephone conference with GM real estate and J. Mapes at Weil Gotshal real estate re status of open items on real estate post-closing checklist (.5); updated real estate post-closing checklist items based on updates from telephone conference (.3); revised lease amendment for SPO Burton site in Flint, MI (.5); reviewed manufacturing sites master lease agreement re obligations re utility services per G. Ing (.5).	689.40
8/20/09	EMJ	.30	Searched files for title documents re Fairfax Assembly and Kindelberger Road title descriptions per V. Pacione.	82.20

LAW OFFICES

Page 15

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

8/20/09	NHB	1.60	Conferred with and e-mailed re Chicago Water Certification for Saturn of Chicago property (.7); followed up with D. Garcia and V. Pacione re same (.3); reviewed files and online searches for relevant documents and information (.6).	416.00
8/21/09	ELG	.20	Confirmed information received and matter status of indemnification summary with P. McCarroll and T. Conway.	116.00
8/21/09	RLG	.50	Reviewed e-mail from E. Grayson re permit transfers (.2); updated status re permit transfers (.3).	337.50
8/21/09	VMP	1.00	Reviewed letter agreement sent by I. Gold of Allen Matkins re lease restoration obligations for SPO Fort Worth site and withdrawal of objections to lease assumption (.5); revised lease amendment for SPO Burton, MI site re changes to assumption language (.5).	383.00
8/21/09	MEH	2.00	Prepared for and participated in telephone conference with General Motors Company, Motors Liquidation Company and counsel re potential amendment to Transition Services Agreement re extension of purchasing contracts held by Motors Liquidation Company and scheduled to be assumed and assigned.	548.00
8/21/09	NHB	.30	Followed up re Chicago Water Certification for Saturn of Chicago.	78.00
8/24/09	ELG	.70	Telephone conference with R. Graham re follow-up on Weil Gotshal telephone conference and open issues (.2); summarized telephone conference issues and new information from Weil Gotshal for R. Graham, P. Boye-Williams and A. Torrence (.4); telephone conference with P. McCarroll and T. Conway re Weil Gotshal update and Motors Liquidation Company issues (.1).	406.00
8/24/09	RLG	1.00	Reviewed e-mail from E. Grayson re telephone conference with Weil Gotshal and P. McCarroll (.3); followed up with P. McCarroll re same (.4); updated developments (.3).	675.00
8/24/09	PLB	.30	Reviewed e-mail from E. Grayson re discussions with Weil Gotshal and GM re various matters (.2); reviewed status (.1).	114.90
8/24/09	VMP	.90	Reviewed revised objection withdrawal letter sent by I.	344.70

LAW OFFICES

Page 16

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

Gold re assumption of SPO Fort Worth lease (.4); corresponded with T. Conder at GM re restoration obligations re SPO Columbus lease (.1); corresponded with F. Zehnder at GM re lease rejection issues for site located in West Sacramento, CA (.3); reviewed revised indebtedness assumption language in quit claim deeds for owned properties being transferred to GM (.1).

8/24/09	MEH	.30	Conferred with D. Batterson re potential Transition Services Agreement amendment.	82.20
8/24/09	MZR	.50	E-mailed GM re assignment of Bank of New York Agreements (.3); conferred with Weil Gotshal re same (.2).	191.50
8/25/09	VMP	1.00	Reviewed terms of Master Purchase and Sale Agreement re procedure for adding additional real estate parcels as excluded real property (.5); reviewed and revised terms of lease amendment for SPO Burton, MI site (.5).	383.00
8/25/09	DKA	.30	Corresponded with A. Arons re DE name change.	82.20
8/25/09	MZR	.20	E-mailed GM re assignment of Bank of New York trust agreements.	76.60
8/25/09	DWH	.90	E-mailed Weil Gotshal and GM re side letters.	246.60
8/26/09	DIR	.40	Reviewed revised checklist (.2); worked on related issues (.2).	270.00
8/26/09	FJE	6.00	Telephone conference with J. Gentulio and team re subdivision issues (.3); reviewed lien releases, cover letters and compliance certificates and revised same (1.); drafted steps to obtaining releases memorandum to G. Ing (1.); updated post-closing checklist (1.); e-mailed with D. Resnick and V. Pacione re same (.1); revised memorandum re rejection and assumption process, sent same to D. Resnick to review, revised same and sent same to client (2.); reviewed designation of contract language in Master Purchase and Sale Agreement, e-mailed D. Resnick re same and telephone conference with D. Resnick re same (.6).	2,466.00
8/26/09	VMP	1.60	Corresponded with M. Hilfinger at GM re payment of third-party suppliers and landlord waiver of assumption objections for leased site in Honeoye Falls, NY (.3);	612.80

LAW OFFICES

Page 17

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

reviewed terms of lease at Honeoye Falls, NY re preparation of waiver letter re assumption objections (.3); drafted letter agreement re waiver of assumption objections by landlord at Honeoye Falls, NY site (.8); corresponded with R. Berkovich at Weil Gotshal re letter agreement for Honeoye Falls, NY leased site (.2).

8/26/09	DKA	.30	Corresponded with F. Eichenlaub re Riverfront liquor license transfer.	82.20
8/26/09	DWH	.20	E-mailed B. Lister-Tait re side letter.	54.80
8/27/09	ELG	.10	Telephone conference with P. Boye-Williams re implications of new 7th Circuit case on holdings.	58.00
8/27/09	RLG	.30	Updated re developments re permit transfer status.	202.50
8/27/09	DIR	1.10	Telephone conference with clients re checklist.	742.50
8/27/09	VMP	1.40	Corresponded with R. Berkovich at Weil Gotshal re revisions to objection waiver letter agreement re assumption of Honeoye Falls, NY lease (.3); revised objection waiver letter agreement re assumption of Honeoye Falls, NY lease (.5); participated in real estate post-closing status telephone conference with GM real estate, J&B real estate and Weil Gotshal real estate (.5); corresponded with T. Conder at GM re status of negotiations re letter agreement for assumption of Roanoke, TX leased site (.1).	536.20
8/27/09	MEH	2.30	E-mailed re Transition Services Agreement amendment (.3); conferred with Weil Gotshal re amendment as side letter and described issues in call (.5); reviewed Weil Gotshal draft of side letter to Transition Services Agreement and provided comments to client (1.5).	630.20
8/27/09	DKA	.20	Corresponded with G. Knudsen re post-closing work for answering questions and issues re Master Purchase and Sale Agreement.	54.80
8/27/09	MZR	.20	Conferred with D. Higginbotham re Riverfront Holdings stock pledge.	76.60
8/27/09	DWH	2.80	E-mailed F. Eichenlaub re liquor license question and began preparing response for Honigman (1.5); resolved issue re missing Riverfront Holdings certificate (1.3).	767.20

LAW OFFICES

Page 18

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

8/27/09	MLW	.50	Telephone conferences with D. Higginbotham re Riverfront Holdings, Inc. capitalization and stock certificate issuances (.3); reviewed e-mail re same (.2).	130.00
8/28/09	VMP	.50	Revised terms of draft of lease amendment for SPO Burton, MI site.	191.50
8/28/09	MEH	1.20	Prepared for and participated in telephone conference re Transition Services Agreement side letter (1.); conferred with client (.2).	328.80
8/28/09	DKA	.20	Corresponded with G. Knudsen re pre-closing work for answering questions and issues re Master Purchase and Sale Agreement.	54.80
8/28/09	DWH	.70	Prepared e-mail to Honigman re liquor licenses.	191.80
8/31/09	DIR	.50	Conferred with F. Eichenlaub and V. Pacione re status of open issues.	337.50
8/31/09	DSH	1.10	Office conference with D. Resnick, F. Eichenlaub and V. Pacione re outstanding issues relating to the excluded manufacturing assets lease, the transition services agreement and the lease assumption and assignment process (.5); reviewed the amendment to and the correspondence relating to the assignment and assumption of the Roanoke, TX lease (.6).	550.00
8/31/09	DWH	1.80	E-mailed B. Lister-Tait, D. Peitkoff and F. Eichenlaub re liquor licenses and RHI certificates (1.); e-mailed side letter re joint ventures to S. Hahn (.4); sent side letters to Weil Gotshal and GM for signatures (.4).	493.20
		192.90	PROFESSIONAL SERVICES	69,679.30

MATTER TOTAL

\$ 69,679.30

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

CORPORATE/SECURITIES			MATTER NUMBER -	10029
8/01/09	WLT	3.90	Continued review of and comment on draft Form 8-K.	2,776.80
8/06/09	JWS	.80	Conferred with H. Pais re Form 8-K filings (.1); conferred with RR Donnelly re same (.1); reviewed same (.4); corresponded re same (.2).	306.40
8/06/09	WLT	1.60	Conferred with Weil Gotshal re Form 8-K re monthly operations report and changes to bylaws.	1,139.20
8/07/09	JWS	2.30	Reviewed Form 8-K (.4); e-mailed RR Donnelley re same (.1); conferred with W. Tolbert re MOR (.2); reviewed market practice re same (.8); reviewed Weil Gotshal comments to Form 8-K (.2); reviewed Form 8-K rules (.2); reviewed MOR Form 8-K (.4).	880.90
8/07/09	WLT	1.50	Researched whether monthly operated report should be filed or furnished (1.1); conferred with H. Pais of Weil Gotshal re filing versus furnishing information in monthly operations report (.4).	1,068.00
8/10/09	WLT	.50	Conferred with Weil Gotshal re filing of monthly operations report.	356.00
		10.60	PROFESSIONAL SERVICES	6,527.30
MATTER TOTAL			\$ 6,527.30	

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

COURT HEARINGS

MATTER NUMBER - 10088

8/03/09	PJT	4.00	Prepared for and attended omnibus hearing before J. Gerber (3.7); conferred with D. Murray re August 3, 2009 hearing (.3).	2,800.00
		4.00	PROFESSIONAL SERVICES	2,800.00

MATTER TOTAL

\$ 2,800.00

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

JENNER RETENTION/BILLING/FEE APPLICATION				MATTER NUMBER - 10100
8/02/09	JPG	2.00	Reviewed and commented on draft Motors Liquidation Company bills and followed up re same.	1,424.00
8/02/09	GSK	1.80	Reviewed Motors Liquidation Company invoicing for preparation of June bill.	493.20
8/03/09	DRM	.20	Worked with A. Olejnik and G. Knudsen on revisions to interim fee statement (.7); reviewed draft statement and memorandum to J. Gromacki re same (.2).	153.40
8/03/09	AJO	1.60	Reviewed and edited June invoice (.9); conferred with G. Knudsen re same (.3); conferred with D. Murray and G. Knudsen re preparing June invoice to comply with US Trustee guidelines (.4).	542.40
8/03/09	PJT	.20	Conferred with J. Smolinsky re interim compensation order.	140.00
8/03/09	GSK	5.60	Conferred with D. Olejnik re status of Motors Liquidation Company invoicing and review to date (.3); met with D. Murray and D. Olejnik re handling of certain matters re invoicing (.4); reviewed Motors Liquidation Company invoice based on meeting and assembled packets for attorneys to add detail to time entries (4.1); conferred with R. Stauffer re time entries (.2); e-mailed M. Churilla re invoice (.1); created Motors Liquidation Company invoicing calendar (.5).	1,534.40
8/04/09	DRM	1.30	Met with J. Gromacki, A. Olejnik, G. Knudsen, M. O'Donnell and M. Churilla re preparation of June bill (1.); reviewed draft memoranda to attorneys prepared by G. Knudsen (.3).	997.10
8/04/09	JPG	1.30	Prepared for and participated in meeting on billing (1.); followed up re same (.3).	925.60
8/04/09	AJO	1.90	Met with G. Knudsen re process for reviewing and editing June invoice (.3); met with J. Gromacki, D. Murray, G. Knudsen and members of accounting department re preparation of invoices to be submitted in Motors Liquidation bankruptcy case (1.); attended follow-up meeting with G. Knudsen re same (.4); drafted timeline for preparation of July invoice (.2).	644.10
8/04/09	GSK	5.40	Edited Motors Liquidation Company invoicing calendar	1,479.60

LAW OFFICES

Page 2

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

and e-mailed same to D. Murray (.2); conferred with A. Olejnik re Motors Liquidation Company invoice and appropriate application of certain matters (.3); compiled additional packets for Motors Liquidation Company invoicing for necessary attorney edits (1.3); conferred with D. Murray, A. Olejnik, J. Gromacki and M. Churilla re next steps in preparation of Motors Liquidation Company invoice and followed up re same (1.4); reviewed timekeeping packets in preparation of delivery (.5); reviewed invoice for appropriate matter listings (1.7).

8/05/09	AJO	.20	E-mailed M. Churilla re edits to disbursements in June.	67.80
8/05/09	GSK	5.60	Reviewed June invoice for compliance with bankruptcy guidelines (4.8); conferred with J&B attorneys re applicable bankruptcy guidelines for time entries (.8) .	1,534.40
8/06/09	DRM	.40	Office conference with G. Knudsen and telephone conference with R. Stauffer re preparation of bill.	306.80
8/06/09	GSK	5.50	Conferred with D. Murray re status of invoice and necessary compliance matters (.2); finalized edits to first draft of June invoice (4.9); assembled all edits and conferred with accounting re necessary changes (.3); e-mailed same to M. Churilla (.1).	1,507.00
8/07/09	GSK	.30	Reviewed detail additions by J&B professionals and e-mailed same to M. Churilla.	82.20
8/08/09	GSK	5.10	Reviewed Motors Liquidation Company July invoice for compliance with bankruptcy guidelines.	1,397.40
8/09/09	GSK	2.60	Completed review of Motors Liquidation Company matter 10010 for July invoice for necessary text edits and transfers (.2); reviewed remaining matters for same (2.4).	712.40
8/10/09	AJO	.20	Reviewed and commented on draft June invoice.	67.80
8/10/09	GSK	.30	Conferred with M. Churilla re status of June invoice edits (.1); conferred with J. Gromacki and D. Murray re same and arranged meeting re same (.2).	82.20
8/11/09	DRM	1.70	Met with J. Gromacki, A. Olejnik, G. Knudsen, M. O'Donnell and M. Churilla re preparation of GM bills (.8); memoranda from G. Knudsen and telephone	1,303.90

LAW OFFICES

Page 3

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

conference with G. Knudsen re follow up re same (.3); memoranda from J. Gromacki and M. Churilla re retainer reconciliation and reviewed chart (.3); memoranda to and from P. Trostle re classification of time (.3).

8/11/09	JPG	1.80	Reviewed and commented on Motors Liquidation Company invoices (.8); met with D. Murray, G. Knudsen and billing team to review billing procedures (1.).	1,281.60
8/11/09	AJO	1.20	Reviewed and edited portions of July invoice (.2); met with J. Gromacki, D. Murray, G. Knudsen and members of Accounting department re June and July invoices (.8); reviewed precedent for fee application re organization and structure of matters (.2).	406.80
8/11/09	PJT	.20	E-mailed D. Murray re fee application.	140.00
8/11/09	GSK	6.30	Reviewed July Motors Liquidation Company invoice for ongoing compliance with bankruptcy court guidelines (4.6); office conference with J. Gromacki, D. Murray, A. Olejnik, M. Churilla and E. Marinos re status of June and July invoices (.8); conferred with M. Churilla re draft of June invoice and estimated completion time for a new draft (.4); conferred with J. Gromacki, C. Abbott and W. Tolbert re necessary transfers on July invoice and followed up re same (.5).	1,726.20
8/12/09	DRM	.60	Reviewed draft June bill with G. Knudsen (.5); conferred with M. Wolf and G. Knudsen re billing revisions (.1).	460.20
8/12/09	MTW	1.80	Reviewed and revised June billing (1.6); conferred re same (.2).	936.00
8/12/09	JPG	1.80	Reviewed and commented on Motors Liquidation Company bills.	1,281.60
8/12/09	GSK	10.60	Reviewed most recent draft of June invoice for compliance with bankruptcy guidelines (10.1); conferred with D. Murray re current status of Motors Liquidation Company invoice (.2); conferred with M. Churilla re necessary edits (.3).	2,904.40
8/13/09	DRM	2.50	Extensive review of June bill and revised same (2.); conferred with J. Gromacki, G. Knudsen and A. Olejnik re June bill and revisions thereto (.5).	1,917.50
8/13/09	JPG	2.80	Reviewed and commented on bills.	1,993.60

LAW OFFICES

Page 4

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

8/13/09	AJO	1.00	Reviewed and edited most recent draft of June invoice.	339.00
8/13/09	GSK	8.10	Continued review of June invoice for preparation of bill (5.6); conferred with D. Murray re review and finalization of June invoice (.7); office conference with D. Murray and A. Olejnik re current review and necessary next steps for completion of invoice and followed up re same (1.8).	2,219.40
8/14/09	DRM	3.30	Reviewed successive drafts of Motors Liquidation Company June bill and transmitted comments on same to G. Knudsen (2.); reviewed cover letter re same (.2); memoranda to and from J. Gromacki re June bill (.4); memoranda to and from G. Knudsen and M. Churilla re June bill (.3); telephone conferences with G. Knudsen and M. Churilla re June bill (.4).	2,531.10
8/14/09	JPG	5.50	Reviewed and commented on Motors Liquidation Company invoices (5.3); followed up re same (.2).	3,916.00
8/14/09	AJO	1.10	Conferred with D. Murray and G. Knudsen re revisions to June invoice (.5); reviewed same (.2); met with D. Murray re finalizing June invoice (.4).	372.90
8/14/09	GSK	7.60	Reviewed and submitted edits to M. Churilla for implementation into most recent draft of June invoice (1.1); continued review of most recent draft for compliance issues (2.2); composed cover letter for invoice and sent same to D. Murray and J. Gromacki for review (.6); office conferences with D. Murray and A. Olejnik re finalization of invoice (1.9); compiled and mailed final version of June invoice (1.8).	2,082.40
8/15/09	GSK	1.40	Reviewed July invoice for compliance with bankruptcy court guidelines.	383.60
8/17/09	DRM	1.80	Met with G. Knudsen to review draft of July statement (.6); memorandum to J. Gromacki re revisions to be made to July statement (.4); telephone conference with M. Churilla re preparation of statement and fee application (.2); telephone conference with G. Knudsen re memorandum to attorneys seeking further reports for fee bill and reviewed same (.3); reviewed revised memorandum and telephone conference with G.	1,380.60

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

Knudsen re same (.3).

8/17/09	JPG	1.80	Worked on revisions to time entries (.7); worked on memorandum to Motors Liquidation Company billers re timekeeping practices (.8); corresponded re same (.3).	1,281.60
8/17/09	GSK	7.50	Conferred with M. Churilla re process for July invoice (.2); edited July invoice for compliance issues (2.1); conferred with D. Murray re same (.3); reviewed and prepared non-compliant entries for return to attorneys to edit time entries to comply with bankruptcy guidelines (3.9); composed memorandum to apply to same (.3); conferred with D. Murray re same (.3); composed e-mail to J. Gromacki re same (.4).	2,055.00
8/18/09	GSK	5.50	Reviewed July Motors Liquidation Company invoice for preparation of July bill (4.9); prepared for and conferred with M. Horan re disbursement breakdown (.6).	1,507.00
8/19/09	DRM	1.30	Reviewed July bill with G. Knudsen and revised same (.9); telephone conferences with L. Grayson and D. Anna re same (.2); memorandum to P. Harris re July bill and memorandum from G. Knudsen re same (.2).	997.10
8/19/09	JPG	2.00	Worked on review of July time entry.	1,424.00
8/19/09	GSK	6.70	Reviewed July invoice for compliance with bankruptcy guidelines (.5); conferred with D. Murray re same (1.1); assembled packets for individual timekeepers for review of necessary transfers (2.4); drafted memorandum re timekeeping (1.1); analyzed necessary disbursements and transfers for same (1.6).	1,835.80
8/20/09	DRM	2.80	Reviewed draft July bill with P. Harris and G. Knudsen (.5); reviewed July disbursements with G. Knudsen (.5); conferred with J. Gromacki re same (.1); reviewed time entries for July bill with G. Knudsen (.4); reviewed additional aspects of July bill (.5); telephone conference with T. Newkirk and reviewed T. Newkirk entries (.3); memoranda to and from W. Tolbert (.2); memoranda to T. Newkirk, W. Tolbert, M. Wolf and W. Forcade re further revisions to bill (.3).	2,147.60
8/20/09	GSK	4.00	Reviewed returned timekeeper edits for extra detail (1.8); continued analysis of necessary transfers re same (1.7); conferred with P. Harris and D. Murray re July bill (.5).	1,096.00

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

8/21/09	DRM	1.80	Reviewed July fee statement with G. Knudsen and conferred with T. Newkirk and L. Ellsburg re same (.8); memoranda to and from J. Gromacki re same (.3); further reviewed July bill with G. Knudsen (.7).	1,380.60
8/21/09	JPG	2.30	Worked on bills for Motors Liquidation Company.	1,637.60
8/21/09	GSK	4.00	Reviewed compliance edits as returned by individual timekeepers (1.1); edited master document to include necessary edits and reviewed same with D. Murray (.7); e-mailed same to M. Churilla (.4); reviewed disbursement back-ups and reviewed same (1.3); reviewed receipt of detailed information request from M. Wolf and conferred with D. Murray re same (.5).	1,096.00
8/24/09	DRM	.20	Reviewed draft fee summary with G. Knudsen.	153.40
8/24/09	GSK	7.30	Made necessary edits to master document re required transfers and e-mailed same to M. Churilla (1.3); conferred with M. Churilla re same (.1); reviewed most recent draft of July invoices for necessary textual edits and incorporation of further detail by individual timekeepers (5.7); reviewed draft of same with D. Murray (.2).	2,000.20
8/25/09	DRM	.20	Reviewed latest version of portion of draft fee statement with G. Knudsen.	153.40
8/25/09	GSK	3.10	Reviewed Motors Liquidation Company invoice for preparation of July bill (3.); conferred with D. Murray re same (.1).	849.40
8/26/09	JPG	3.80	Worked on billing compliance matters.	2,705.60
8/26/09	GSK	6.60	Reviewed Motors Liquidation Company 363 sale invoice for preparation of July bill (3.); reviewed remainder of invoice for same (3.5); conferred with D. Murray re same (.1).	1,808.40
8/27/09	DRM	2.10	Reviewed and revised July fee statement (1.7); telephone conference with J. Gromacki re July statement and forthcoming fee application (.2); conferred with G. Knudsen re preparation of statement (.2).	1,610.70
8/27/09	JPG	2.30	Reviewed and commented on bills for Motors Liquidation Company.	1,637.60

LAW OFFICES

Page 7

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

8/27/09	GSK	6.90	Reviewed Motors Liquidation Company invoice for preparation of July bill (5.3); e-mailed D. Murray and J. Gromacki most recent drafts of same (.2); reviewed same (1.4).	1,890.60
8/28/09	DRM	3.20	Memoranda from J. Gromacki and G. Knudsen re preparation of July statement (.2); reviewed final draft of July statement, revised same and conferred with G. Knudsen (3.).	2,454.40
8/28/09	GSK	10.60	Reviewed comments from D. Murray re most recent drafts of July invoice (1.2); conferred with J. Gromacki re comments (.2); incorporated comments necessary to conform invoice to bankruptcy court guidelines (4.2); e-mailed marked-up versions of invoices to M. Churilla and E. Marinos (.2); conferred with D. Murray re most recent drafts of July invoice and followed up re same (1.4); reviewed comments re same and sent same to M. Churilla and E. Marinos (1.4); reviewed invoice and compiled same for overnight shipment (2.).	2,904.40
		188.60	PROFESSIONAL SERVICES	76,295.00
MATTER TOTAL				\$ 76,295.00

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

CASE ADMINISTRATION

MATTER NUMBER - 10126

DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
8/02/09	JPG	2.00	Reviewed and commented on revised draft of protocol arrangements (1.); revised form of protocol letter (.5); followed up re various issues re engagement and conflicts (.5).	1,424.00
8/02/09	PJT	.50	Reviewed case management and interim compensation motions.	350.00
8/03/09	DRM	1.00	Reviewed court agenda for hearing and court docket (.2); reviewed memorandum from P. Trostle reporting re hearing (.3); reviewed complaint filed by Unsecured Creditors' Committee against secured creditors and memorandum to J. Gromacki et al. re same (.3); reviewed memoranda from R. Stauffer and D. Resnick re changes to be made in supplemental declaration (.2).	767.00
8/05/09	DRM	.20	Memoranda to and from R. Weiss and J. Gromacki re preparation of supplemental affidavit.	153.40
8/05/09	HDM	.60	Conferred with K. Filbin of Greenberg Traurig (attorney for landlord Starwood Hotels) re debtor's vacating space following rejection (.2); conferred with M. Terrien re same (.1); reviewed motion and order re same (.2); shared 2nd Circuit Chrysler decision with team (.1).	315.00
8/06/09	DRM	.70	Memoranda to and from J. Gromacki re discussions with M. Gruskin and A P Partners re coordination of efforts.	536.90
8/06/09	JPG	.90	Participated in telephone conferences re retention application issues and protocol (.4); reviewed proposed protocol agreement (.5).	640.80
8/06/09	HDM	.20	Conferred with Greenberg Traurig attorney re vacature of rejected lease (.1); followed up with M. Terrien re same (.1).	105.00
8/07/09	DRM	.40	Memoranda from J. Gromacki and R. Stauffer re proposed revisions to supplemental declaration (.3); telephone conference with E. Quinlisk re same (.1).	306.80
8/07/09	MST	.60	Reviewed retention disclosures (.2); conferred with D. Murray and J. Gromacki re same (.4).	345.00
8/07/09	JPG	5.10	Reviewed and revised Motors Liquidation Company letter agreement with General Motors Company and	3,631.20

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

distributed same (1.5); conferred with J. Smolinsky, R. Weiss and M. Gruskin re same (.5); reviewed and further revised and distributed same (.6); participated in follow up call re letter agreement (.6); revised and distributed form of Motors Liquidation Company letter agreement with General Motors Company (.7); reviewed revised form of supplemental affidavit (.7); reviewed conflict matters with N. Hirsch and D. Murray (.5).

8/10/09	DRM	2.60	Reviewed memoranda from J. Gromacki, S. Karotkin and M. Gruskin re proposed Motors Liquidation Company letter agreement with General Motors Company (.5); participated in telephone conference with A. Koch, T. Stenger, S. Karotkin, J. Smolinsky, R. Weiss, M. Gruskin and J. Gromacki re proposed letter agreement between Motors Liquidation Company and General Motors Company (.5); telephone conference with J. Gromacki re follow-up (.1); office conference with J. Gromacki and N. Hirsch re follow-up to better agreement and telephone conference with D. Resnick re same (.8); office conference with J. Gromacki re conference with S. Karotkin (.2); reviewed revised drafts of letter (.5).	1,994.20
8/10/09	JPG	2.70	Reviewed and commented on protocol (.8); participated in telephone conference with General Motors, Alix Partners, Weil Gotshal and Honigman re protocol (.5); conferred with Weil Gotshal and General Motors (.5); met with D. Murray and N. Hirsch re protocol and internal procedures (.5); conferred with Weil Gotshal and General Motors (.4).	1,922.40
8/10/09	GSK	.60	Revised supplemental declaration (.5); conferred with D. Murray and J. Gromacki re same (.1).	164.40
8/11/09	DRM	.70	Reviewed language of revised protocol and telephone conference with J. Gromacki re same (.3); read memoranda of J. Gromacki and co-counsel re modifications to protocol and read same (.2); memoranda from J. Gromacki and N. Hirsch re additional disclosure of connection (.2).	536.90
8/12/09	DRM	3.70	Telephone conference with R. Weiss re review of amended declaration (.1); worked on revisions to J&B supplemental affidavit (.5); memoranda to and from S.	2,837.90

LAW OFFICES

Page 3

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

Karotkin and J. Gromacki re same (.9); reviewed H. Miller supplemental declaration (.3); reviewed draft of Honigman supplemental declaration (.3); memoranda to and from J. Gromacki supplemental affidavit (.5); reviewed H. Miller supplemental declaration (.3); reviewed draft of Honigman supplemental declaration (.3); memoranda to and from J. Gromacki re bill and supplemental affidavit (.5).

8/12/09	JPG	1.80	Reviewed and revised supplemental declaration (1.2); conferred with R. Weiss re same (.6).	1,281.60
8/13/09	DRM	1.00	Read memoranda from H. Miller, R. Weiss, J. Gromacki re second supplemental declaration in final for transmittal to U.S. Trustee (.5); studied draft of Weil & Honigman declarations as submitted to U.S. Trustee (.5).	767.00
8/17/09	DRM	.20	Reviewed S. Karotkin revisions to Motors Liquidation Company letter agreement with General Motors Company and memorandum to J. Gromacki re same.	153.40
8/17/09	LRPX	2.30	Organized case files.	345.00
8/19/09	JPG	1.00	Reviewed and commented on revised Motors Liquidation Company letter Agreement with General Motors Company and followed up with M. Gruskin re same.	712.00
8/20/09	DRM	.10	Telephone conference with B. Faircloth re supplemental disclosure issues.	76.70
8/21/09	DRM	.10	Memorandum from S. Karotkin re status of supplemental declaration.	76.70
8/21/09	JPG	2.10	Conferred with Honigman and Weil Gotshal re protocol arrangements between Old General Motors and New General Motors (1.3); reviewed supplemental declaration issues with R. Weiss of Honigman and followed up re same (0.8).	1,495.20
8/26/09	JPG	1.00	Reviewed revised protocol agreement and followed up re same (.8); followed up with Weil Gotshal re status of discussions with OUST (.2).	712.00
8/27/09	DRM	.40	Reviewed memoranda from J. Gromacki and successive drafts of Motors Liquidation Company/General Motors Company letter agreement.	306.80

LAW OFFICES

Page 4

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

8/27/09	JPG	1.80	Conferred with R. Weiss, S. Karotkin and M. Gruskin re retention applications, protocol letter and related matters (1.1); reviewed revised protocol letter and followed up re same (.7).	1,281.60
		34.30	PROFESSIONAL SERVICES	23,238.90
MATTER TOTAL				\$ 23,238.90

JENNER & BLOCK LLP

353 N. CLARK STREET
CHICAGO, ILLINOIS 60654
(312) 222-9350

PRODUCTS LIABILITY LITIGATION				MATTER NUMBER - 10070
8/03/09	CTG	.20	Conferred with local counsel re Robinson matter (.1); conferred re stay with opposing counsel in Cody's Transportation matter (.1).	54.80
8/04/09	JLD	.10	Responded to e-mail from H. Cohen of GM re Lesmerises matter.	27.40
8/05/09	TWM	.50	Reviewed O'Neill file for Notice of Bankruptcy and letter to plaintiff's counsel re same; provided copies of same to client per M. Little of GM.	219.00
8/07/09	CTG	.30	Prepared Forlizzi file to be transitioned to new counsel.	82.20
8/07/09	JLD	.30	Reviewed correspondence from H. Cohen of GM (.1); reviewed Door Quest file for transfer of indemnity claim (.2).	82.20
8/13/09	JLD	.20	Conferred with R. Harding re supplemental filings in Kade and Heimlich.	54.80
8/14/09	RKH	.20	Prepared for and participated in telephone conference with SC local counsel in property damages cases, S. Frick and C. Grabenstein re possible need to file motion for stay.	76.60
8/14/09	CTG	.30	Conferred re whether motion to stay litigation needs to be filed in all SC matters.	82.20
8/20/09	CTG	.20	Responded to inquiry in Malone matter.	54.80
		2.30	PROFESSIONAL SERVICES	734.00
MATTER TOTAL				\$ 734.00